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Hearing Date: July 22, 2010 at 10:00 a.m.
Objection Date: June 7, 2010 at 4:00 p.m.

Attorneys for M.J. Celco, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
DELPHI CORPORATION, et al.,)	Case No. 05-44481 (RDD)
)	(Jointly Administered)
Debtor.)	
)	
DELPHI CORPORATION, et al.,)	Adv. Pro.
)	No. 07-02466 (RDD)
Plaintiffs,)	
)	
-against-)	
)	
MJ CELCO, MJ CELCO, INC.)	
)	
Defendant.)	

**REPLY OF MJ CELCO, INC. A/K/A MJ CELCO IN SUPPORT OF ITS MOTION TO
(A) VACATE CERTAIN PRIOR ORDERS OF THE COURT ESTABLISHING
PROCEDURES FOR CERTAIN ADVERSARY PROCEEDINGS; AND (B) DISMISS
THE COMPLAINT WITH PREJUDICE**

Defendant, MJ Celco, Inc. a/k/a MJ Celco (“MJ Celco”), through its counsel, Dykema Gossett PLLC, for its Reply in support of its Motion To (A) Vacate Certain Prior Orders Of The Court Establishing Procedures For Certain Adversary Proceedings; And (B) Dismiss The Complaint With Prejudice (the “Motion”), joins and incorporates herein the following responses filed by similarly situated defendants:

- A. The Reply of Johnson Controls, *et al.*, filed as Document No. 20298 in the principal case, and also filed in Adv. No. 07-2348;
- B. The Reply of Affinia Group Holding, *et al.*, filed as Document No. 20304 in the principal case, and also filed in Adv. No. 07-2198;
- C. The Reply of Wagner Smith Company, filed as Document No. 20306 in the principal case, and also filed in Adv. No. 07-2581;
- D. The Reply of HP Enterprise Services LLP, filed as Document No. 20331 in the principal case, and also filed in Adv. No. 07-2262; and
- E. All other replies and arguments of similarly situated preference defendants.

WHEREFORE, MJ Celco respectfully requests that the Court enter an Order:

- a. Vacating the interlocutory Extension Orders pursuant to the Court's discretionary authority because (i) MJ Celco was denied due process as a result of the Debtors' intentional and repeated failure to provide to MJ Celco with notice of the Extension Motions, (ii) the Debtors failed to comply with the notice requirement established in the Procedures Order, notwithstanding their repeated representations to this Court to the contrary, (iii) cause did not exist to extend the time for service of the Complaint, and/or (iv) the Complaint was improperly filed under seal pursuant to 11 U.S.C. § 107;
- b. Dismissing the Complaint against MJ Celco with prejudice pursuant to Fed. R. Civ. P. 56 made applicable to Fed. R. Bankr. P. 7056 on the ground that the Complaint is barred by the applicable two year statute of limitations;
- c. Dismissing the Complaint against MJ Celco with prejudice on the grounds that it is barred by laches, judicial estoppel and/or res judicata; and
- d. Granting to MJ Celco such other and further relief as is proper and just.

Dated: July 2, 2010

Respectfully submitted,

MJ CELCO, INC.
By its Counsel,

DYKEMA GOSSETT PLLC

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